

NON-DISCLOSURE, CONFIDENTIALITY AND NON-WAIVER AGREEMENT

THIS NON-DISCLOSURE, CONFIDENTIALITY AND NON-WAIVER AGREEMENT is entered into effective this 16 day of Apr, 2020 (the "Effective Date") by and between the Consumer Advocate of the South Carolina Department of Consumer Affairs (the "Department"), and Palmetto Utilities, Inc. (the "Company"). The Company and the Department are hereinafter referred to individually as a "Party," and collectively as the "Parties."

RECITALS

WHEREAS, the Public Service Commission of South Carolina (the "Commission") has established Docket No. 2019-281-S related to the Application of the Company for Approval to Adjust Rate Schedules and Increase Rates (the "Docket"); and

WHEREAS, the Department has intervened as a Party in the above-referenced Docket and has requested that the Company provide to the Department certain books, records, and other information the Company has produced to the South Carolina Office of Regulatory Staff ("ORS") in the Docket pursuant to S.C. Code Ann. §58-4-55 (the "ORS Production"); and

WHEREAS, the Company deems the ORS Production to be confidential and proprietary as a matter of law pursuant to §58-4-55; and

WHEREAS, the Company wishes to accommodate the Department's request for access to the ORS Production pursuant to the terms contained herein including, but not limited to, the binding acknowledgment below of ORS that the Company will not be waiving rights it has with respect to the ORS Production under §58-4-55, the Company is willing to provide directly to the Department the ORS Production;

NOW, THEREFORE, in consideration of the premises and the mutual promises and covenants hereinafter set forth, the Parties, intending to be legally bound, agree as follows:

AGREEMENT

1. Confidentiality of the ORS Production. The Department agrees that the ORS Production shall be treated as confidential and proprietary to the same extent as provided for under the provisions of §58-4-55, is exempt from disclosure under the provisions of the South Carolina Freedom of Information Act, S.C. Code Ann. §§30-4-10, et seq., and shall be treated as such by the Department.

2. Disclosure Restrictions. Except as provided below, the Department agrees to not release or disclose the content of the ORS Production unless and until the Commission rules that it is not to be protected from public disclosure or the Company agrees that it is no longer confidential or proprietary.

3. Limited Use. The ORS Production shall be used by the Department solely for the purpose of participating in this Docket subject to the requirements of §58-4-55. The ORS Production may


be provided only to employees, agents, or retained experts of the Department that have a need to know such information in connection with this Docket. Any outside expert to which the Department wishes to disclose the ORS Production, in whole or part, shall first acknowledge in writing that s/he is bound by the terms of this Agreement to the same extent as the Department.

4. Governing Law. This Agreement shall be governed by and construed in accordance with the laws of the State of South Carolina without regard to the principles of conflicts of laws thereof.


5. Counterparts; Facsimile Signatures. This Agreement may be executed in two or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument. Facsimile signatures hereto shall be deemed original signatures.

The Parties hereto have executed this Agreement, or caused this Agreement to be executed on its behalf, all as of the day and year first above written.

PALMETTO UTILITIES, INC.


By: John M.S. Hoefer
Counsel

SC DEPARTMENT OF CONSUMER AFFAIRS


By: Roger Hall
Counsel, Assistant Consumer Advocate

ACKNOWLEDGEMENT

The undersigned, on behalf of the South Carolina Office of Regulatory Staff, acknowledges that delivery of the ORS Production (as defined above) by Palmetto Utilities, Inc. to the Consumer Advocate, is not, and will not be asserted to constitute, a waiver of the rights accorded Palmetto Utilities, Inc. under S.C. Code Ann. §58-4-55.

By: _____

Its: _____

Date: _____

John Hoefer

From: John Hoefer
Sent: Thursday, April 16, 2020 6:11 PM
To: 'Nelson, Jeff'
Subject: RE: [External] Palmetto Utilities, Inc.

So no one can claim we waived the protection afforded under the statute. I know you won't but a third party could come in and say that since ORS did not agree, it was a waiver. Just belt and suspenders.

From: Nelson, Jeff <jnelson@ors.sc.gov>
Sent: Thursday, April 16, 2020 5:58 PM
To: John Hoefer <JHoefer@Willoughbyhoefer.com>; Hall, Roger <RHall@scconsumer.gov>
Cc: Grube-Lybarker, Carri <clybarker@scconsumer.gov>
Subject: RE: [External] Palmetto Utilities, Inc.

John,
I do not have a fax or scanner at my house.
I therefore have no way of given a true signature – and I can't even seem to edit the pdf I order to provide an electronic signature.
I do consent, but I can't get you a signature until I get back into the office.
(Also, I am not really sure why you need an ORS signature on the document)
Jeff

Jeffrey M. Nelson
Chief Legal Officer
S. C. Office of Regulatory Staff
1401 Main Street, Suite 900
Columbia, SC 29201
(803) 737-0823

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From: John Hoefer <JHoefer@Willoughbyhoefer.com>
Sent: Thursday, April 16, 2020 5:33 PM
To: Hall, Roger <RHall@scconsumer.gov>; Nelson, Jeff <jnelson@ors.sc.gov>
Cc: Grube-Lybarker, Carri <clybarker@scconsumer.gov>
Subject: RE: [External] Palmetto Utilities, Inc.

Roger: Many thanks!

Jeff: If you will sign this one or the one I sent earlier, I can send Roger the sharefile link. Thank you and ORS for your cooperation.

John

From: Hall, Roger <RHall@scconsumer.gov>
Sent: Thursday, April 16, 2020 4:36 PM
To: John Hoefer <JHoefer@Willoughbyhoefer.com>; Nelson, Jeff <jnelson@ors.sc.gov>
Cc: Grube-Lybarker, Carri <clybarker@scconsumer.gov>
Subject: RE: [External] Palmetto Utilities, Inc.

Hi John,

I added my signature to the attached.

Thanks,
Roger

Roger Hall, Esq. | Assistant Consumer Advocate
SC Department of Consumer Affairs
293 Greystone Boulevard, Suite 400
PO Box 5757 | Columbia, SC | 29250-5757
800.922.1594 | 803.734.4240 | 803.734.4287 (f)



From: John Hoefer <JHoefer@Willoughbyhoefer.com>
Sent: Thursday, April 16, 2020 3:11 PM
To: Hall, Roger <RHall@scconsumer.gov>; Nelson, Jeff <jnelson@ors.sc.gov>
Subject: [External] Palmetto Utilities, Inc.

Roger: See attached in PDF format the PUI and DCA agreed language for the Non-Disclosure, Confidentiality and Non-Waiver Agreement associated with PUI's production of the information provided to ORS under S.C. Code Ann. §58-4-55. It incorporates the changes discussed today and bears my signature. Please sign and return it to me. Once I have ORS's signature, I will send you a sharefile link where you can access the documents.

Jeff: I am attaching for your consideration the PDF document referenced above plus the two MS Word versions of the document exchanged between PUI and DCA. The latter two documents will allow you to see the revisions that were made to the form you previously reviewed. If these changes meet with your approval, please sign the PDF version and return it to me. I will then send to all one copy of the document signed in counterparts.

Thank you both for your assistance and cooperation in this matter.

John M.S. Hoefer, Esquire
Willoughby & Hoefer, P.A.
930 Richland Street
Post Office Box 8416
Columbia, South Carolina 29202-8416
Telephone #: (803) 252-3300
Facsimile #: (803) 771-2410
E-mail address: jhoefer@willoughbyhoefer.com

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